For the exclusive use of INSOO.KIM@GS.COM



## Essential Utilities Inc. (WTRG)

# The under-appreciated water growth opportunity; Upgrade to Buy (add to CL)

WTRG

12m Price Target: **\$51.00** 

Price: \$41.55

Upside: 22.7%

# We upgrade regulated water/gas utility Essential Utilities (WTRG) to Buy from Neutral and add to the Conviction List. As

one of two large-cap, publicly traded regulated water utilities in the US, we see WTRG as a secular winner to benefit from an estimated \$750 billion of water infrastructure investment needs (per the EPA) in a very fragmented market. This represents at least a \$7bn opportunity – well above its total current water asset base – excluding any market share gains through municipal and other water utility acquisitions.

After YTD underperformance of 10% versus the XLU, we see current prices reflecting a 7x (20%) P/E discount for the company's water utility segment (comprising ~70% of total earnings) versus the only other large-cap water utility American Water (AWK, Buy); we view this as unwarranted while undervaluing WTRG's normalized EPS growth potential similar to AWK's, representing one of the highest in our coverage universe.

#### Insoo Kim, CFA

+1(212)902-0459 | insoo.kim@gs.com Goldman Sachs & Co. LLC

#### Michael Lapides

+1(212)357-6307 | michael.lapides@gs.com Goldman Sachs & Co. LLC

#### David Fishman, CFA

+1(917)343-9030 | david.fishman@gs.com Goldman Sachs & Co. LLC

#### Rebecca Yuan

+1(212)357-4977 | rebecca.yuan@gs.com Goldman Sachs & Co. LLC

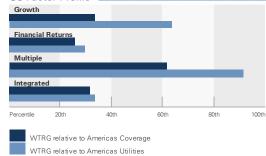
Key Data

Market cap: \$10.6bn Enterprise value: \$16.1bn 3m ADTV: \$48.7mn United States Americas Utilities M&A Rank: 3 Americas Conviction List

#### **GS** Forecast

	12/19	12/20E	12/21E	12/22E
Revenue (\$ mn) New	889.7	1,571.7	1,995.4	2,113.5
Revenue (\$ mn) Old	889.7	1,571.7	2,032.7	2,165.6
EBITDA (\$ mn)	521.4	777.5	1,047.8	1,122.3
EBIT (\$ mn)	360.8	525.4	755.5	800.4
EPS (\$) New	1.47	1.55	1.66	1.80
EPS (\$) Old	1.47	1.55	1.65	1.80
P/E (X)	27.6	26.8	25.0	23.1
Dividend yield (%)	2.2	2.3	2.5	2.7
Net debt/EBITDA (X)	2.3	7.2	6.0	6.1
	6/20	9/20E	12/20E	3/21E
EPS (\$)	0.29	0.22	0.44	0.69

#### **GS** Factor Profile



Source: Company data, Goldman Sachs Research estimates. See disclosures for details.

Goldman Sachs does and seeks to do business with companies covered in its research reports. As a result, investors should be aware that the firm may have a conflict of interest that could affect the objectivity of this report. Investors should consider this report as only a single factor in making their investment decision. For Reg AC certification and other important disclosures, see the Disclosure Appendix, or go to <a href="https://www.gs.com/research/hedge.html">www.gs.com/research/hedge.html</a>. Analysts employed by non-US affiliates are not registered/qualified as research analysts with FINRA in the U.S.



#### **Essential Utilities Inc. (WTRG)**

Rating since Oct 19, 2020

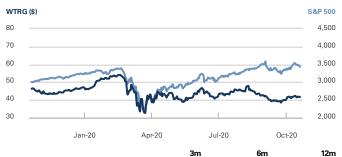
#### Ratios & Valuation \_\_\_\_\_

	12/19	12/20E	12/21E	12/22E
P/E (X)	27.6	26.8	25.0	23.1
EV/EBITDA (X)	19.1	20.5	16.3	15.8
EV/sales (X)	11.2	10.1	8.6	8.4
FCF yield (%)	(2.4)	(1.8)	(1.9)	(0.3)
EV/DACF (X)	19.1	21.0	17.1	16.3
CROCI (%)	6.6	6.9	6.8	6.8
ROE (%)	10.8	9.2	8.8	9.0
Net debt/EBITDA (X)	2.3	7.2	6.0	6.1
Net debt/equity (%)	31.1	118.9	121.6	128.4
Interest cover (X)	_	2.6	3.0	2.9
Inventory days	NM	32.2	25.3	25.3
Receivable days	42.8	30.3	28.0	26.4
Days payable outstanding	NM	156.0	138.3	138.3

#### Growth & Margins (%)

	12/19	12/20E	12/21E	12/22E
Total revenue growth	6.2	76.7	27.0	5.9
EBITDA growth	23.0	49.1	34.8	7.1
EPS growth	4.2	5.4	7.5	7.9
DPS growth	7.0	7.0	7.0	7.0
Gross margin	100.0	85.2	83.6	84.5
EBIT margin	40.6	33.4	37.9	37.9

#### Price Performance \_\_\_\_



Absolute (7.1)% (4.2)% (10.8)% Rel. to the S&P 500 (12.6)% (19.6)% (22.3)%

Source: FactSet. Price as of 19 Oct 2020 close.

#### Income Statement (\$ mn) \_

	12/19	12/20E	12/21E	12/22E
Total revenue	889.7	1,571.7	1,995.4	2,113.5
Cost of goods sold	0.0	(232.9)	(327.5)	(327.5)
SG&A	(391.1)	(600.5)	(659.3)	(699.7)
R&D	_	_	-	-
Other operating inc./(exp.)	22.7	39.3	39.2	35.9
EBITDA	521.4	777.5	1,047.8	1,122.3
Depreciation & amortization	(160.6)	(252.1)	(292.3)	(321.9)
EBIT	360.8	525.4	755.5	800.4
Net interest inc./(exp.)	(125.3)	(201.5)	(249.6)	(274.7)
Income/(loss) from associates	_	_	-	-
Pre-tax profit	327.9	424.5	505.9	525.7
Provision for taxes	(10.5)	(30.1)	(71.2)	(56.5)
Minority interest	-	-	-	-
Preferred dividends	_	_	_	-
Net inc. (pre-exceptionals)	317.4	394.4	434.7	469.1
Net inc. (post-exceptionals)	317.4	394.4	434.7	469.1
EPS (basic, pre-except) (\$)	1.47	1.58	1.67	1.80
EPS (diluted, pre-except) (\$)	1.47	1.55	1.66	1.80
EPS (ex-ESO exp., dil.) (\$)				
DPS (\$)	0.91	0.97	1.04	1.11
Div. payout ratio (%)	61.6	61.4	62.3	61.8
Wtd avg shares out. (basic) (mn)	215.6	249.7	260.9	260.9
Wtd avg shares out. (diluted) (mn)	215.9	254.6	261.1	261.1

#### Balance Sheet (\$ mn) \_\_

	12/19	12/20E	12/21E	12/22E
Cash & cash equivalents	1,868.4	110.7	43.4	46.0
Accounts receivable	107.6	152.9	152.9	152.9
Inventory	18.4	22.7	22.7	22.7
Other current assets	18.3	129.7	129.7	129.7
Total current assets	2,012.7	416.0	348.6	351.2
Net PP&E	6,345.8	9,389.8	10,625.6	11,427.3
Net intangibles	63.8	2,342.4	2,342.4	2,342.4
Total investments	6.0	5.9	5.9	5.9
Other long-term assets	933.7	1,316.9	1,316.9	1,316.9
Total assets	9,362.0	13,470.9	14,639.4	15,443.7
Accounts payable	74.9	124.1	124.1	124.1
Short-term debt	130.8	122.4	147.4	177.4
Current lease liabilities	_	_	_	_
Other current liabilities	113.3	201.7	201.7	201.7
Total current liabilities	319.0	448.2	473.2	503.2
Long-term debt	2,943.3	5,548.1	6,160.0	6,710.0
Non-current lease liabilities	_	_	_	_
Other long-term liabilities	2,218.8	2,799.5	2,856.5	2,901.7
Total long-term liabilities	5,162.2	8,347.6	9,016.5	9,611.8
Total liabilities	5,481.1	8,795.8	9,489.7	10,114.9
Preferred shares	_	_	_	_
Total common equity	3,880.9	4,675.2	5,149.7	5,328.8
Minority interest	_	-	-	_
Total liabilities & equity	9,362.0	13,470.9	14,639.4	15,443.7
BVPS (\$)	18.00	18.73	19.74	20.43

#### Cash Flow (\$ mn) \_\_\_

	12/19	12/20E	12/21E	12/22E
Net income	224.5	293.6	434.7	469.1
D&A add-back	156.5	252.1	292.3	321.9
Minority interest add-back	_	_	-	-
Net (inc)/dec working capital	(62.3)	6.3	-	-
Others	19.3	25.7	57.0	45.2
Cash flow from operations	338.0	577.8	784.0	836.3
Capital expenditures	(550.3)	(768.1)	(992.4)	(864.4)
Acquisitions	(59.7)	(3,466.8)	(535.7)	(259.2)
Divestitures	_	_	_	-
Others	5.4	0.0	-	-
Cash flow from investing	(604.6)	(4,234.9)	(1,528.2)	(1,123.7)
Dividends paid	(188.5)	(237.2)	(271.0)	(290.0)
Share issuance/(repurchase)	1,947.6	734.1	310.9	-
Inc/(dec) in debt	371.1	1,390.4	636.9	580.0
Others	1.2	11.6	-	-
Cash flow from financing	2,131.4	1,899.0	676.8	290.0
Total cash flow	1,864.8	(1,758.1)	(67.3)	2.6
Free cash flow	(212.3)	(190.3)	(208.4)	(28.2)
Free cash flow per share (basic) (\$)	(0.98)	(0.76)	(0.80)	(0.11)

Source: Company data, Goldman Sachs Research estimates.

### **PM Summary**

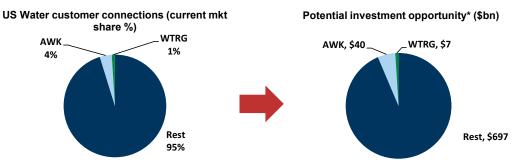
We upgrade regulated water/gas utility Essential Utilities (WTRG) to Buy from Neutral and add to the Conviction List given the following key points:

- 1. We see WTRG as a secular winner to benefit from the EPA's estimated \$750 billion of water infrastructure investment needs in a very fragmented market. With the estimates from the Environmental Protection Agency (EPA), and based on WTRG's current 1% market share of US customer connections, this implies at least a \$7bn investment opportunity, translating into 15 years of 6-7% organic earnings growth, or ~8% including municipal acquisitions.
- 2. WTRG's recent acquisition of PA-based gas utility diluted its pure-play water profile but supports robust growth through de-carbonization. We view this acquisition as a one-off investment in gas from a recent conversation with management given its geographic proximity to water headquarters, along with a robust growth opportunity via aging pipe replacement investments that should reduce 119k tons of CO2 over the next 15 years, equivalent to emissions from 25k cars or 13k homes.
- 3. WTRG should benefit from a scarcity premium as one of two large-cap, publicly traded water utilities in the US that comprise 80% of the sector's total market capitalization, as well as a **renewed ESG focus** given water utilities still comprise 70% of total earnings and management's focus on increasing the exposure.
- 4. We view WTRG's multiple compression versus water utilities as overdone, with current prices reflecting a 7x (20%) discount for the company's water utility segment versus the only other large-cap water utility American Water (AWK, Buy), which we view as unwarranted (Exhibit 4) given comparable long-term growth potential (Exhibit 5). From another angle, we see the market valuing WTRG as a 60% gas utility despite its 70% water earnings composition. Given management's strategy to further increase its water utility exposure over time, we believe WTRG deserves a premium valuation to reflect its high growth, largely ESG-friendly profile.

**Our 12-month price target \$51 (from \$45 prior)** reflects a 24% total return versus 13% for Regulated Utilities, with our estimates reflecting a robust 7% EPS/DPS CAGR from 2019A-2022E versus a 5% average for Regulated Utilities.

Exhibit 1: With an estimated \$750 billion in US water investment needed, WTRG could see at least a \$7bn opportunity at current market share, well above its total current water asset base...

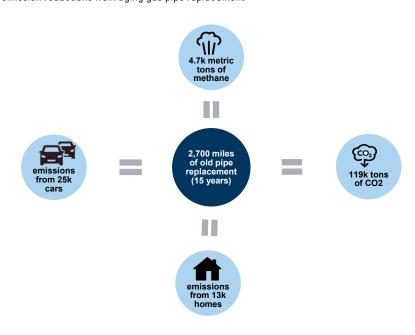
US water investment needs, potential opportunity for WTRG/AWK



\*Total US water infrastructure investment Needs of ~\$750 billion per Environmental Protection Agency (EPA)

Source: Company data, Goldman Sachs Global Investment Research, Environmental Protection Agency

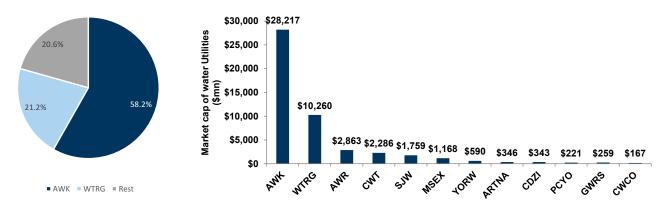
Exhibit 2: ...along with aging gas infrastructure replacement that supports de-carbonization Potential emission reductions from aging gas pipe replacement



Old pipe replacement refers to bare steel and cast iron pipes

Source: Company data, Goldman Sachs Global Investment Research

Exhibit 3: WTRG represents one of only two large-cap, publicly traded water utilities in the US, which should support a scarcity premium Investor-owned water utilities by market cap and by % of total

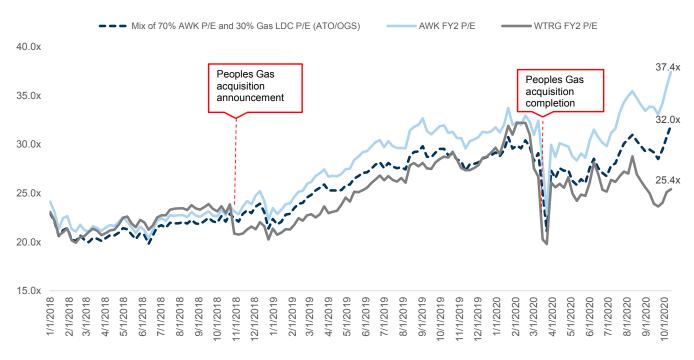


as of 10/16/20

Source: FactSet, Goldman Sachs Global Investment Research

Exhibit 4: We view WTRG's meaningful relative P/E discount as unwarranted based on its 70%/30% water/gas profile...

FY2 P/E for AWK, WTRG, and an illustrative performance of a 70%/30% water/gas utility

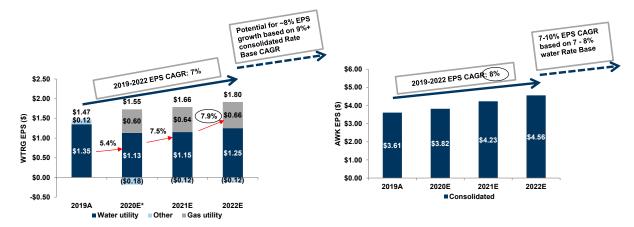


ATO/OGS chosen as illustrative gas utility comps based on company profile, including their status as the two largest gas LDCs by market cap

Source: FactSet, Goldman Sachs Global Investment Research

#### Exhibit 5: ...given we see WTRG's normalized EPS growth potential relatively in-line with that for AWK

WTRG/AWK EPS CAGR, 2019A-2022E; longer-term EPS/rate base growth potential



\*Represents AWK's guidance through 2024, with another 1-2% EPS growth contribution expected from its market-based segment. WTRG rate base growth CAGR based on GS estimates.

Source: Company data, Goldman Sachs Global Investment Research

# Thesis #1: Material investment needs for US water infrastructure provide secular growth opportunity for WTRG

The \$750 billion water proposition. Aging infrastructure and increased regulation in the sector are primary drivers for the need to modernize the country's water and wastewater infrastructure related to water quality and the management of water and wastewater residual discharges. Because pipe assets last a long time, water systems that were built in the latter part of the 19th century and throughout much of the 20th century have not, for the most part, experienced the need for pipe replacement on a large scale. To put this aging infrastructure into context, the Environmental Protection Agency (EPA) estimates almost \$750 billion of investment needed to upgrade the country's water systems, both public and private, to meet environmental standards. Based on WTRG's current 1% market share of US customer connections, this implies at least a \$7bn investment opportunity, more than the company's current ~\$5bn water rate base, supporting visibility to grow rate base at the current 6-7% rate for almost the next 15 years (excluding municipal acquisitions).

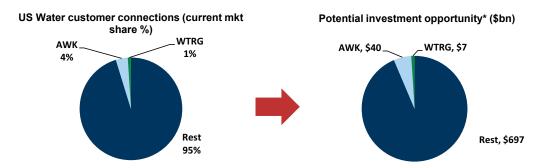
#### The water utility sector is highly fragmented... Of the 50,000/15,000

water/wastewater systems nationwide, only 16%/2% are run by investor-owned utilities (IOUs) and privately held water utilities, making the water industry the most fragmented of the major utility industries (electric, natural gas, water/wastewater). With local municipalities owning and operating the majority of the community water systems, many face challenges associated with their aging, deteriorating water and wastewater assets, do not have the expertise or technical capabilities to continue to comply with ever-increasing environmental regulations or simply want to focus on other community priorities.

...and Fair Market Value (FMV) legislation offers acquisition opportunities for

WTRG. The sector has been ripe for consolidation for decades and the largest water utilities have recently altered their strategic growth efforts to focus on buying mid-sized municipal water and wastewater systems fueled by fair market value (or FMV); legislation allows the water utilities to include into rate base the fair market value of the acquired municipal water assets instead of the depreciated original cost of water/wastewater assets. FMV is on the books in all of WTRG's 8 operating jurisdictions, which should allow WTRG to aggressively increase its water utility footprint, per the company's current opportunity set that could increase its customers served by 30% if fully successful. For illustrative purposes, a 1% increase in WTRG's market share by people served could add ~100% of WTRG's 2019A water utility rate base (Exhibit 10), all else equal.

Exhibit 6: We see meaningful water infrastructure replacement opportunities for WTRG that near its current market cap... US water investment needs, potential opportunity for WTRG/AWK

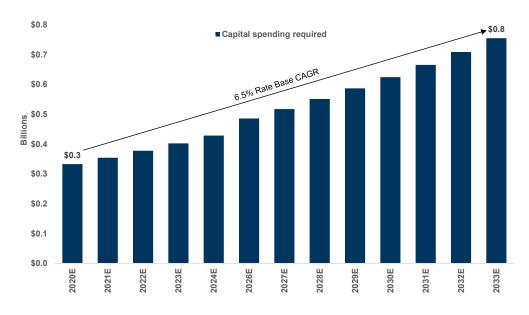


\*Total US water infrastructure investment Needs of ~\$750 billion per Environmental Protection Agency (EPA)

Source: Company data, Goldman Sachs Global Investment Research, Environmental Protection Agency

Exhibit 7: ...which could allow WTRG to grow its water rate base at the current 6-7% rate for nearly 15 years (excluding municipal acquisitions that could add an incremental 1-2% growth )

Number of years of 6.5% rate base growth achievable with \$7bn of capital spending

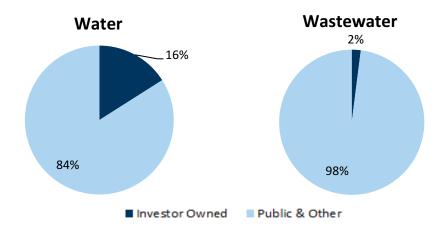


Excludes potential rate base additions from municipal system acquisitions

Source: Company data, Goldman Sachs Global Investment Research

Exhibit 8: ...along with consolidation opportunities given IOUs and privately held water utilities operate only a small portion of the US water/wastewater systems

Water Industry- Investor Owned vs Public & Other market share, as of 2019



Source: Company data, Goldman Sachs Global Investment Research

## Exhibit 9: FMV legislation provides further impetus for consolidation, with all 8 of WTRG's water utility states passing the law

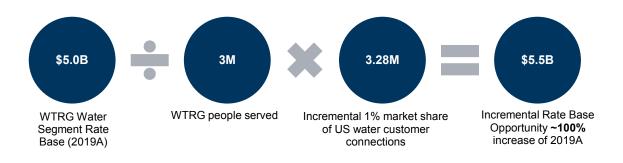
States with Fair Market Value Legislation for Water Utilities, WTRG states of operations



Source: Company presentation

Exhibit 10: For illustrative purposes, a 1% increase in WTRG's market share by people served could add ~100% of 2019A rate base, all else equal.

Illustrative calculation of incremental rate base from a 1% increase in WTRG's water market share



Source: Company data, AWWA, Goldman Sachs Global Investment Research

# Thesis #2: Gas utility infrastructure investments supports robust growth through de-carbonization

# We view the recent Peoples Gas acquisition as a one-off investment into gas utilities. WTRG's October 2018 decision to acquire privately held PA-based gas utility Peoples Gas, and the March 2020 completion, created a new asset mix for the company that now comprises 70%/30% water/gas utility by rate base and earnings. While this diluted the company's pure-play water profile supported by ESG-focused investors, in our view, we believe the investment did offer geographic synergy opportunities given WTRG's PA-based headquarters, while adding an under-invested gas system with robust

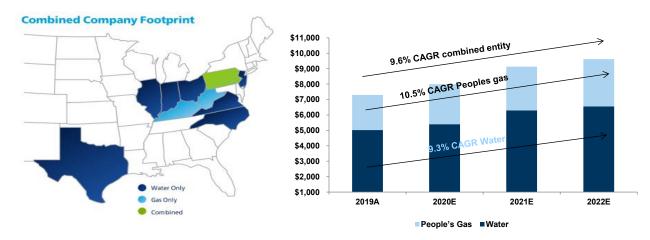
growth opportunities. We note WTRG does not intend to grow its gas utility footprint

through other acquisitions, per our recent conversation with management.

Peoples Gas offers robust growth through aging pipe replacement... We see ~10% rate base growth at Peoples Gas from 2019A-2022E primarily driven by long-term visibility of pipeline replacement projects. We note that Peoples has identified more than 2,700 miles of bare steel and cast iron pipe to be replaced under its Long-term Infrastructure Improvement Plan (LTIIP) by 2034 in its PA service territory, which at ~180-200 miles/year of pipe replacement, implies more than 15 years of increased capital spending to help support visibility of 9% rate base CAGR beyond 2022. We note this growth does not depend on new gas customer connections.

...while achieving de-carbonization. In addition to reliability and safety benefits from aging infrastructure replacement, we highlight that these investments also reduce meaningful methane emissions in the process. Per the company's data, the ~200 miles per year of pipe replacement reduces 9,000 tons of CO2, equivalent to emissions from 1,900 cars or 1,000 homes. Based on the 2,700 miles of identified cast iron/bare steel in the Peoples Gas system, this would equate to 25k cars or 13k homes.

Exhibit 11: We view WTRG's acquisition of Peoples Gas as a one-off gas investment that offers geographic synergies and robust growth... WTRG operational footpring; rate base (\$mn) 2019A-2022E

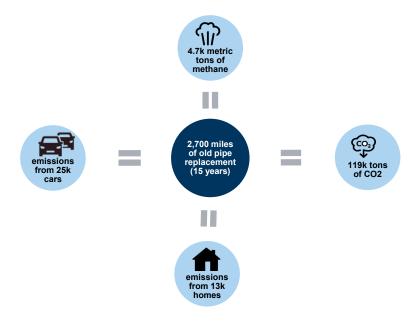


Water rate base growth includes municipal acquisitions

Source: Company data, Goldman Sachs Global Investment Research

Exhibit 12: ...with aging gas infrastructure replacement that supports de-carbonization

Potential emission reductions from aging gas pipe replacement



Old pipe replacement refers to bare steel and cast iron pipes

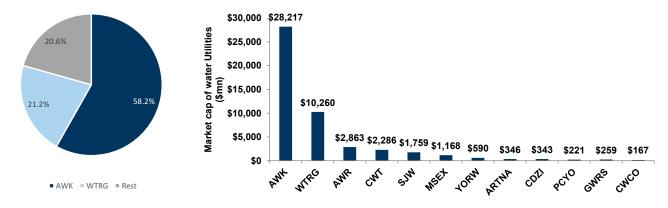
Source: Company data, Goldman Sachs Global Investment Research

# Thesis #3: WTRG should benefit from a scarcity premium, renewed ESG focus

WTRG is one of only two large-cap, publicly traded water utility in the US. Given the very light trading volumes for the majority of the water IOUs, we believe investors have limited options to invest in water utilities, which should benefit WTRG longer-term. In addition, while the company's recent acquisition of Peoples Gas diluted its status as a pure-play water utility, we see WTRG's 70% earnings mix to water utilities and management's strategy to grow the exposure over time should regain the attention of more ESG-focused investors, given their large overweight position to Water Utilities including WTRG per the recent data and publication from our GS SUSTAIN team (Exhibit 14, Exhibit 16).

#### Exhibit 13: WTRG and AWK comprise around 80% of total water IOUs in the US

Investor-owned water utilities by market cap and by % of total

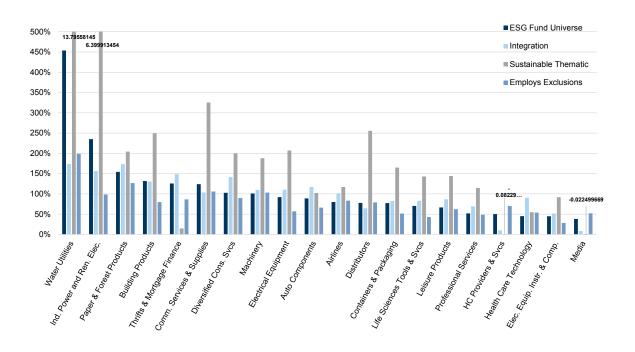


as of 10/16/20

Source: FactSet, Goldman Sachs Global Investment Research

#### Exhibit 14: Water Utilities are the most overweighted industry by ESG owners

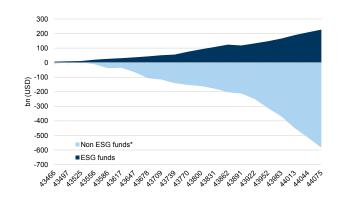
20 most overweighted industries (GICS 3) by ESG-linked equity funds



Source: Morningstar, Thomson Reuters, Goldman Sachs Global Investment Research, GS SUSTAIN

## Exhibit 15: ESG fund flows have stood in stark contrast to non-ESG counterparts

Cumulative monthly fund fullows for ESG and non-ESG equity funds (1/2019-9/2020)



Source: Morningstar, Goldman Sachs Global Investment Research, GS SUSTAIN

## Exhibit 16: WTRG still ranks as one of the most overweight US companies by ESG funds

Top 10 most relatively overweighted US companies by ESG funds (August 2020)

Company	Sector
1 First Solar Inc	Info Tech
2 Xylem Inc	Industrials
3 Tetra Tech Inc	Industrials
4 American Water Works	Utilities
5 Sunrun Inc	Industrials
6 Essential Utilities Inc	Utilities
7 IDEX Corp	Industrials
8 Trimble Inc	Info Tech
9 PTC Inc	Info Tech
10 Nuance Communications	Info Tech

Source: Morningstar, Thomson Reuters, Goldman Sachs Global Investment Research, GS SUSTAIN

# Thesis #4: WTRG's valuation under-appreciates secular water growth outlook

We view WTRG's multiple compression versus water utilities as overdone, despite its acquisition of privately held PA gas utility Peoples Gas in early 2020 (30% of consolidated earnings) that removed its pure-play water profile and contributed to the underperformance, in our view. Per <a href="Exhibit 17">Exhibit 17</a>, the stock started experiencing P/E multiple compression in October 2018 with the acquisition announcement, with continued pressure following its deal completion in March 2020. The valuation spread versus the other large-cap water utility – American Water (AWK, Buy) – now stands at ~12x P/E on 2021E, versus relatively in-line as of the Peoples Gas acquisition announcement.

#### We see WTRG's normalized LT EPS growth rate as relatively in-line with that for

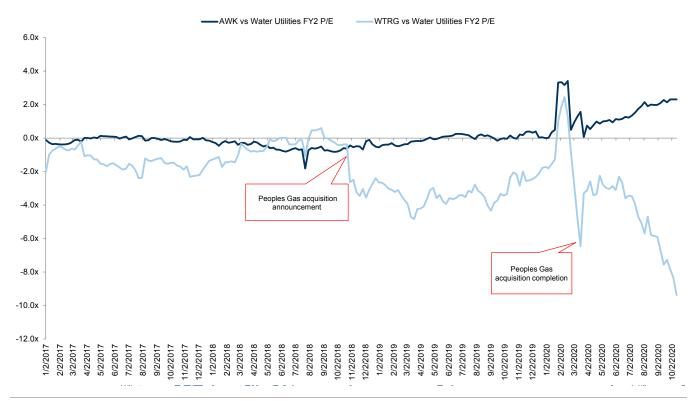
**AWK** at around 8% – representing one of the highest growth rates in our coverage universe – given the potential for a 9%+ combined rate base CAGR assuming continued robust municipal acquisitions. We note our estimated 7% EPS CAGR through 2022 reflects certain items including: 1) earnings and financing lag associated with the proposed DELCORA acquisition and timing of inclusion into rate base (1Q2021 equity issuance assumed, rate base inclusion in 2022), 2) the expiration of tax-advantaged rate-making - repairs tax - at the PA water segment and a return to normal rate-making, and 3) the recent election of repairs tax for Peoples Gas and timing of associated earnings benefit.

While we continue to view a discount versus AWK as warranted for WTRG, given our sum-of-the-parts (SOTP) valuation approach for the water/gas businesses versus AWK's pure-play water profile, we see current multiples meaningfully under-valuing the water business (Exhibit 18), based on WTRG's P/E discount versus an illustrative

70%/30% water/gas utility mix. In addition, we view management's strategy to increase its water exposure over time as supporting an ESG-friendly profile, which should warrant a premium valuation.

Exhibit 17: WTRG has experienced meaningful relative multiple compression since its announced acquisition of privately held gas utility Peoples Gas

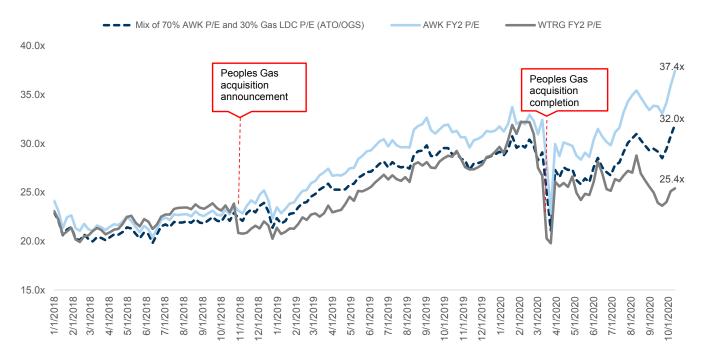
AWK & WTRG vs Water Utilities FY2 P/E (market-cap weighted)



Source: FactSet, Goldman Sachs Global Investment Research

#### Exhibit 18: We view WTRG's meaningful relative P/E discount as unwarranted based on its 70%/30% water/gas profile...

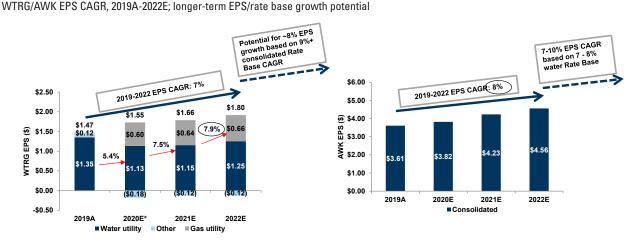
FY2 P/E for AWK, WTRG, and an illustrative performance of a 70%/30% water/gas utility



ATO/OGS chosen as illustrative gas utility comps based on company profile, including their status as the two largest gas LDCs by market cap

Source: FactSet, Goldman Sachs Global Investment Research

#### Exhibit 19: ...given we see WTRG's long-term EPS growth potential relatively in-line with that for AWK



\*Represents AWK's guidance through 2024, with another 1-2% EPS growth contribution expected from its market-based segment. WTRG rate base growth CAGR based on GS estimates.

Source: Company data, Goldman Sachs Global Investment Research

# Applying a premium to water segment; upgrade to Buy (add to Conviction List)

Our 2020-2022 EPS estimates remain largely unchanged at \$1.55/\$1.66/\$1.80 – with timing of equity/debt financing the driver of the 2021 estimate from \$1.65

**prior -** implying a 7% CAGR from 2019A-2022E, along with similar dividend growth during the period. Our 2021 EPS adjustmentWe believe WTRG could achieve a higher growth rate beyond 2022 and closer to its ~9% blended rate base growth, given the more near-term lag from equity financing for the pending DELCORA municipal acquisition, as well as earning on the added rate base.

We raise our 12-month price target to \$51 (from \$45 prior) based on a SOTP approach, with 35x/22x P/E applied to our 2021 water/gas utility EPS estimates, respectively. We now apply a 5x premium to our base water P/E multiple of 30x to highlight the company's focus on further increasing its water utility exposure that should elevate its ESG-friendly profile, as well as its scarcity premium as one of two large-cap, publicly traded water utilities. Our valuation reflects a 30.6x blended P/E, below our AWK target multiple of 37x, with the relative discount still warranted given WTRG's water/gas business mix. Our new target reflects a 24% total return versus 13% for Regulated Utilities.

**Downside risks** to our call include: 1) PA regulation turns less constructive, which impacts earnings growth potential given the bulk of WTRG's earnings are derived from the state's water/gas operations, 2) the proposed DELCORA municipal water system acquisition fails to receive necessary approvals for completion, which could impact longer-term water rate base growth outlook barring replacement with other municipal acquisitions, and 3) longer-term growth concerns about the gas utility segment further compresses WTRG's valuation, both on an absolute basis and relative to pure-play water utilities.

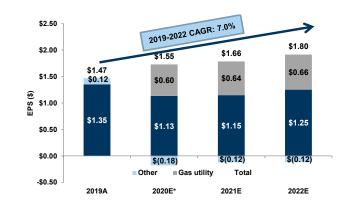
Exhibit 20: Our EPS estimates remain largely in line with consensus through 2022...

GSe vs Consensus

	<b>EPS Estimates</b>	
	GSe	Consensus
2019A	\$1.47	\$1.47
2020E	\$1.55	\$1.56
2021E	\$1.66	\$1.66
2022E	\$1.80	\$1.80



Exhibit 21: ...reflecting a robust 7% EPS CAGR through 2022 EPS 2019A-2022E



\*2020 incorporates full-year of Peoples Gas earnings, comparable versus adjusted proforma company guidance. Segment EPS may not add up to consolidated EPS due to rounding.

Source: Company data, Goldman Sachs Global Investment Research

Source: FactSet, Goldman Sachs Global Investment Research

19 October 2020

## Exhibit 22: Our SOTP-based \$51 price target reflects a 25% total return potential

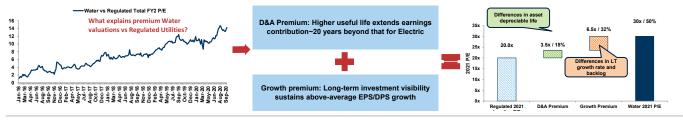
WTRG SOTP Valuation

VALUATION	
Water utility EPS 2021	1.15
Water utility multiple	30.00x
Assumed premium	5.00x
Adjusted P/E	35.0x

Water utility valuation	40.31
Gas utility EPS 2021	0.64
Gas utility multiple	20.00x
Assumed premium	2.00x
Adjusted P/E	22.0x
Gas utility valuation	13.99
Valuation - Other	(0.12)
2020 Blended multiple	30.37x
Other valuation	(3.74)
Total valuation	51.00
Current price per share	\$41.85
Return potential	21.86%
Dividend yield	2.24%
Total return potential	24%

Source: Goldman Sachs Global Investment Research

#### Exhibit 23: Longer useful life and long-term investment visibility largely justify premium water base P/E multiple vs. electric/gas



Source: Goldman Sachs Global Investment Research

## **Disclosure Appendix**

#### Reg AC

I, Insoo Kim, CFA, hereby certify that all of the views expressed in this report accurately reflect my personal views about the subject company or companies and its or their securities. I also certify that no part of my compensation was, is or will be, directly or indirectly, related to the specific recommendations or views expressed in this report.

Unless otherwise stated, the individuals listed on the cover page of this report are analysts in Goldman Sachs' Global Investment Research division.

#### **GS Factor Profile**

The Goldman Sachs Factor Profile provides investment context for a stock by comparing key attributes to the market (i.e. our coverage universe) and its sector peers. The four key attributes depicted are: Growth, Financial Returns, Multiple (e.g. valuation) and Integrated (a composite of Growth, Financial Returns and Multiple). Growth, Financial Returns and Multiple are calculated by using normalized ranks for specific metrics for each stock. The normalized ranks for the metrics are then averaged and converted into percentiles for the relevant attribute. The precise calculation of each metric may vary depending on the fiscal year, industry and region, but the standard approach is as follows:

**Growth** is based on a stock's forward-looking sales growth, EBITDA growth and EPS growth (for financial stocks, only EPS and sales growth), with a higher percentile indicating a higher growth company. **Financial Returns** is based on a stock's forward-looking ROE, ROCE and CROCI (for financial stocks, only ROE), with a higher percentile indicating a company with higher financial returns. **Multiple** is based on a stock's forward-looking P/E, P/B, price/dividend (P/D), EV/EBITDA, EV/FCF and EV/Debt Adjusted Cash Flow (DACF) (for financial stocks, only P/E, P/B and P/D), with a higher percentile indicating a stock trading at a higher multiple. The **Integrated** percentile is calculated as the average of the Growth percentile, Financial Returns percentile and (100% - Multiple percentile).

Financial Returns and Multiple use the Goldman Sachs analyst forecasts at the fiscal year-end at least three quarters in the future. Growth uses inputs for the fiscal year at least seven quarters in the future compared with the year at least three quarters in the future (on a per-share basis for all metrics).

For a more detailed description of how we calculate the GS Factor Profile, please contact your GS representative.

#### M&A Rank

Across our global coverage, we examine stocks using an M&A framework, considering both qualitative factors and quantitative factors (which may vary across sectors and regions) to incorporate the potential that certain companies could be acquired. We then assign a M&A rank as a means of scoring companies under our rated coverage from 1 to 3, with 1 representing high (30%-50%) probability of the company becoming an acquisition target, 2 representing medium (15%-30%) probability and 3 representing low (0%-15%) probability. For companies ranked 1 or 2, in line with our standard departmental guidelines we incorporate an M&A component into our target price. M&A rank of 3 is considered immaterial and therefore does not factor into our price target, and may or may not be discussed in research.

#### Quantum

Quantum is Goldman Sachs' proprietary database providing access to detailed financial statement histories, forecasts and ratios. It can be used for in-depth analysis of a single company, or to make comparisons between companies in different sectors and markets.

#### **Disclosures**

#### Rating and pricing information

Rating and pricing information: American Water Works (Buy, \$155.72)

#### The rating(s) for Essential Utilities Inc. is/are relative to the other companies in its/their coverage universe:

Ameren Corp., American Electric Power, American Water Works, Atmos Energy Corp., Avangrid Inc., CMS Energy Corp., Centerpoint Energy Inc., Clearway Energy Inc., Consolidated Edison Inc., DTE Energy Co., Dominion Energy Inc., Duke Energy Corp., Edison International, Entergy Corp., Essential Utilities Inc., Evergy Inc., Eversource Energy, Exelon Corp., FirstEnergy Corp., NRG Energy Inc., NextEra Energy Inc., NextEra Energy Partners, NiSource Inc., OGE Energy Corp., PG&E Corp., PPL Corp., Pinnacle West Capital Corp., Portland General Electric Co., Public Service Enterprise Group, Sempra Energy, Southern Co., WEC Energy Group, Xcel Energy Inc.

#### **Company-specific regulatory disclosures**

The following disclosures relate to relationships between The Goldman Sachs Group, Inc. (with its affiliates, "Goldman Sachs") and companies covered by the Global Investment Research Division of Goldman Sachs and referred to in this research.

Goldman Sachs has received compensation for investment banking services in the past 12 months: Essential Utilities Inc. (\$41.55)

Goldman Sachs expects to receive or intends to seek compensation for investment banking services in the next 3 months: Essential Utilities Inc. (\$41.55)

Goldman Sachs had an investment banking services client relationship during the past 12 months with: Essential Utilities Inc. (\$41.55)

Goldman Sachs had a non-securities services client relationship during the past 12 months with: Essential Utilities Inc. (\$41.55)

Goldman Sachs makes a market in the securities or derivatives thereof: Essential Utilities Inc. (\$41.55)

Goldman Sachs is a specialist in the relevant securities and will at any given time have an inventory position, "long" or "short," and may be on the opposite side of orders executed on the relevant exchange: Essential Utilities Inc. (\$41.55)

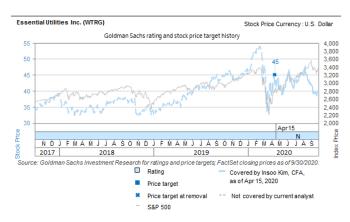
#### Distribution of ratings/investment banking relationships

Goldman Sachs Investment Research global Equity coverage universe

	Rating Distribution		Investment Banking Relationships				
	Buy	Hold	Sell		Buy	Hold	Sell
Global	49%	35%	16%		64%	57%	54%

As of October 1, 2020, Goldman Sachs Global Investment Research had investment ratings on 3,122 equity securities. Goldman Sachs assigns stocks as Buys and Sells on various regional Investment Lists; stocks not so assigned are deemed Neutral. Such assignments equate to Buy, Hold and Sell for the purposes of the above disclosure required by the FINRA Rules. See 'Ratings, Coverage universe and related definitions' below. The Investment Banking Relationships chart reflects the percentage of subject companies within each rating category for whom Goldman Sachs has provided investment banking services within the previous twelve months.

#### Price target and rating history chart(s)



The price targets shown should be considered in the context of all prior published Goldman Sachs research, which may or may not have included price targets, as well as developments relating to the company, its industry and financial markets.

#### **Regulatory disclosures**

#### Disclosures required by United States laws and regulations

See company-specific regulatory disclosures above for any of the following disclosures required as to companies referred to in this report: manager or co-manager in a pending transaction; 1% or other ownership; compensation for certain services; types of client relationships; managed/co-managed public offerings in prior periods; directorships; for equity securities, market making and/or specialist role. Goldman Sachs trades or may trade as a principal in debt securities (or in related derivatives) of issuers discussed in this report.

The following are additional required disclosures: **Ownership and material conflicts of interest:** Goldman Sachs policy prohibits its analysts, professionals reporting to analysts and members of their households from owning securities of any company in the analyst's area of coverage. **Analyst compensation:** Analysts are paid in part based on the profitability of Goldman Sachs, which includes investment banking revenues. **Analyst as officer or director:** Goldman Sachs policy generally prohibits its analysts, persons reporting to analysts or members of their households from serving as an officer, director or advisor of any company in the analyst's area of coverage. **Non-U.S. Analysts:** Non-U.S. analysts may not be associated persons of Goldman Sachs & Co. LLC and therefore may not be subject to FINRA Rule 2241 or FINRA Rule 2242 restrictions on communications with subject company, public appearances and trading securities held by the analysts.

**Distribution of ratings:** See the distribution of ratings disclosure above. **Price chart:** See the price chart, with changes of ratings and price targets in prior periods, above, or, if electronic format or if with respect to multiple companies which are the subject of this report, on the Goldman Sachs website at <a href="https://www.gs.com/research/hedge.html">https://www.gs.com/research/hedge.html</a>.

#### Additional disclosures required under the laws and regulations of jurisdictions other than the United States

The following disclosures are those required by the jurisdiction indicated, except to the extent already made above pursuant to United States laws and regulations. Australia: Goldman Sachs Australia Pty Ltd and its affiliates are not authorised deposit-taking institutions (as that term is defined in the Banking Act 1959 (Cth)) in Australia and do not provide banking services, nor carry on a banking business, in Australia. This research, and any access to it, is intended only for "wholesale clients" within the meaning of the Australian Corporations Act, unless otherwise agreed by Goldman Sachs. In producing research reports, members of the Global Investment Research Division of Goldman Sachs Australia may attend site visits and other meetings hosted by the companies and other entities which are the subject of its research reports. In some instances the costs of such site visits or meetings may be met in part or in whole by the issuers concerned if Goldman Sachs Australia considers it is appropriate and reasonable in the specific circumstances relating to the site visit or meeting. To the extent that the contents of this document contains any financial product advice, it is general advice only and has been prepared by Goldman Sachs without taking into account a client's objectives, financial situation or needs. A client should, before acting on any such advice, consider the appropriateness of the advice having regard to the client's own objectives, financial situation and needs. A copy of certain Goldman Sachs Australia and New Zealand disclosure of interests and a copy of Goldman Sachs' Australian Sell-Side Research Independence Policy Statement are available at: https://www.goldmansachs.com/disclosures/australia-new-zealand/index.html. Brazil: Disclosure information in relation to CVM Instruction 598 is available at <a href="https://www.gs.com/worldwide/brazil/area/gir/index.html">https://www.gs.com/worldwide/brazil/area/gir/index.html</a>. Where applicable, the Brazil-registered analyst primarily responsible for the content of this research report, as defined in Article 20 of CVM Instruction 598, is the first author named at the beginning of this report, unless indicated otherwise at the end of the text. Canada: Goldman Sachs Canada Inc. is an affiliate of The Goldman Sachs Group Inc. and therefore is included in the company specific disclosures relating to Goldman Sachs (as defined above). Goldman Sachs Canada Inc. has approved of, and agreed to take responsibility for, this research report in Canada if and to the extent that Goldman Sachs Canada Inc. disseminates this research report to its clients. Hong Kong: Further information on the securities of covered companies referred to in this research may be obtained on request from Goldman Sachs (Asia) L.L.C. India: Further information on the subject company or companies referred to in this research may be obtained from Goldman Sachs (India) Securities Private Limited, Research Analyst - SEBI Registration Number INH000001493, 951-A Rational House, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025, India, Corporate Identity Number U74140MH2006FTC160634, Phone +91 22 6616 9000, Fax +91 22 6616 9001. Goldman Sachs may beneficially own 1% or more of the securities (as such term is defined in clause 2 (h) the Indian Securities Contracts (Regulation) Act, 1956) of the subject company or companies referred to in this research report. Japan: See below. Korea: This research, and any access to it, is intended only for "professional investors" within the meaning of the Financial Services and Capital Markets Act, unless otherwise agreed by Goldman Sachs. Further information on the subject company or companies referred to in this research may be obtained from Goldman Sachs (Asia) L.L.C., Seoul Branch. New Zealand: Goldman Sachs New Zealand Limited and its affiliates are neither "registered banks" nor "deposit takers" (as defined in the Reserve Bank of New Zealand Act 1989) in New Zealand. This research, and any access to it, is intended for "wholesale clients" (as defined in the Financial Advisers Act 2008) unless otherwise agreed by Goldman Sachs. A copy of certain Goldman Sachs

Australia and New Zealand disclosure of interests is available at: <a href="https://www.goldmansachs.com/disclosures/australia-new-zealand/index.html">https://www.goldmansachs.com/disclosures/australia-new-zealand/index.html</a>. Russia: Research reports distributed in the Russian Federation are not advertising as defined in the Russian legislation, but are information and analysis not having product promotion as their main purpose and do not provide appraisal within the meaning of the Russian legislation on appraisal activity. Research reports do not constitute a personalized investment recommendation as defined in Russian laws and regulations, are not addressed to a specific client, and are prepared without analyzing the financial circumstances, investment profiles or risk profiles of clients. Goldman Sachs assumes no responsibility for any investment decisions that may be taken by a client or any other person based on this research report. Singapore: Goldman Sachs (Singapore) Pte. (Company Number: 198602165W), which is regulated by the Monetary Authority of Singapore, accepts legal responsibility for this research, and should be contacted with respect to any matters arising from, or in connection with, this research. Taiwan: This material is for reference only and must not be reprinted without permission. Investors should carefully consider their own investment risk. Investment results are the responsibility of the individual investor. United Kingdom: Persons who would be categorized as retail clients in the United Kingdom, as such term is defined in the rules of the Financial Conduct Authority, should read this research in conjunction with prior Goldman Sachs International. A copy of these risks warnings, and a glossary of certain financial terms used in this report, are available from Goldman Sachs International on request.

**European Union:** Disclosure information in relation to Article 6 (2) of the European Commission Delegated Regulation (EU) (2016/958) supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the technical arrangements for objective presentation of investment recommendations or other information recommending or suggesting an investment strategy and for disclosure of particular interests or indications of conflicts of interest is available at <a href="https://www.gs.com/disclosures/europeanpolicy.html">https://www.gs.com/disclosures/europeanpolicy.html</a> which states the European Policy for Managing Conflicts of Interest in Connection with Investment Research.

**Japan:** Goldman Sachs Japan Co., Ltd. is a Financial Instrument Dealer registered with the Kanto Financial Bureau under registration number Kinsho 69, and a member of Japan Securities Dealers Association, Financial Futures Association of Japan and Type II Financial Instruments Firms Association. Sales and purchase of equities are subject to commission pre-determined with clients plus consumption tax. See company-specific disclosures as to any applicable disclosures required by Japanese stock exchanges, the Japanese Securities Dealers Association or the Japanese Securities Finance Company.

#### Ratings, coverage universe and related definitions

Buy (B), Neutral (N), Sell (S) -Analysts recommend stocks as Buys or Sells for inclusion on various regional Investment Lists. Being assigned a Buy or Sell on an Investment List is determined by a stock's total return potential relative to its coverage universe. Any stock not assigned as a Buy or a Sell on an Investment List with an active rating (i.e., a stock that is not Rating Suspended, Not Rated, Coverage Suspended or Not Covered), is deemed Neutral. Each region's Investment Review Committee manages Regional Conviction lists, which represent investment recommendations focused on the size of the total return potential and/or the likelihood of the realization of the return across their respective areas of coverage. The addition or removal of stocks from such Conviction lists do not represent a change in the analysts' investment rating for such stocks.

**Total return potential** represents the upside or downside differential between the current share price and the price target, including all paid or anticipated dividends, expected during the time horizon associated with the price target. Price targets are required for all covered stocks. The total return potential, price target and associated time horizon are stated in each report adding or reiterating an Investment List membership.

**Coverage Universe:** A list of all stocks in each coverage universe is available by primary analyst, stock and coverage universe at https://www.gs.com/research/hedge.html.

Not Rated (NR). The investment rating and target price have been removed pursuant to Goldman Sachs policy when Goldman Sachs is acting in an advisory capacity in a merger or strategic transaction involving this company and in certain other circumstances. Rating Suspended (RS). Goldman Sachs Research has suspended the investment rating and price target for this stock, because there is not a sufficient fundamental basis for determining, or there are legal, regulatory or policy constraints around publishing, an investment rating or target. The previous investment rating and price target, if any, are no longer in effect for this stock and should not be relied upon. Coverage Suspended (CS). Goldman Sachs has suspended coverage of this company. Not Covered (NC). Goldman Sachs does not cover this company. Not Available or Not Applicable (NA). The information is not available for display or is not applicable. Not Meaningful (NM). The information is not meaningful and is therefore excluded.

#### Global product; distributing entities

The Global Investment Research Division of Goldman Sachs produces and distributes research products for clients of Goldman Sachs on a global basis. Analysts based in Goldman Sachs offices around the world produce research on industries and companies, and research on macroeconomics, currencies, commodities and portfolio strategy. This research is disseminated in Australia by Goldman Sachs Australia Pty Ltd (ABN 21 006 797 897); in Brazil by Goldman Sachs do Brasil Corretora de Títulos e Valores Mobiliários S.A.; Ombudsman Goldman Sachs Brazil: 0800 727 5764 and / or ouvidoriagoldmansachs@gs.com. Available Weekdays (except holidays), from 9am to 6pm. Ouvidoria Goldman Sachs Brasil: 0800 727 5764 e/ou ouvidoriagoldmansachs@gs.com. Horário de funcionamento: segunda-feira à sexta-feira (exceto feriados), das 9h às 18h; in Canada by either Goldman Sachs Canada Inc. or Goldman Sachs & Co. LLC; in Hong Kong by Goldman Sachs (Asia) L.L.C.; in India by Goldman Sachs (India) Securities Private Ltd.; in Japan by Goldman Sachs Japan Co., Ltd.; in the Republic of Korea by Goldman Sachs (Asia) L.L.C., Seoul Branch; in New Zealand by Goldman Sachs New Zealand Limited; in Russia by OOO Goldman Sachs; in Singapore by Goldman Sachs (Singapore) Pte. (Company Number: 198602165W); and in the United States of America by Goldman Sachs & Co. LLC. Goldman Sachs International has approved this research in connection with its distribution in the United Kingdom and European Union.

**European Union:** Goldman Sachs International authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority, has approved this research in connection with its distribution in the European Union and United Kingdom.

#### **General disclosures**

This research is for our clients only. Other than disclosures relating to Goldman Sachs, this research is based on current public information that we consider reliable, but we do not represent it is accurate or complete, and it should not be relied on as such. The information, opinions, estimates and forecasts contained herein are as of the date hereof and are subject to change without prior notification. We seek to update our research as appropriate, but various regulations may prevent us from doing so. Other than certain industry reports published on a periodic basis, the large majority of reports are published at irregular intervals as appropriate in the analyst's judgment.

Goldman Sachs conducts a global full-service, integrated investment banking, investment management, and brokerage business. We have investment banking and other business relationships with a substantial percentage of the companies covered by our Global Investment Research Division. Goldman Sachs & Co. LLC, the United States broker dealer, is a member of SIPC (<a href="https://www.sipc.org">https://www.sipc.org</a>).

Our salespeople, traders, and other professionals may provide oral or written market commentary or trading strategies to our clients and principal trading desks that reflect opinions that are contrary to the opinions expressed in this research. Our asset management area, principal trading desks and investing businesses may make investment decisions that are inconsistent with the recommendations or views expressed in this research.

The analysts named in this report may have from time to time discussed with our clients, including Goldman Sachs salespersons and traders, or may discuss in this report, trading strategies that reference catalysts or events that may have a near-term impact on the market price of the equity securities

discussed in this report, which impact may be directionally counter to the analyst's published price target expectations for such stocks. Any such trading strategies are distinct from and do not affect the analyst's fundamental equity rating for such stocks, which rating reflects a stock's return potential relative to its coverage universe as described herein.

We and our affiliates, officers, directors, and employees, excluding equity and credit analysts, will from time to time have long or short positions in, act as principal in, and buy or sell, the securities or derivatives, if any, referred to in this research.

The views attributed to third party presenters at Goldman Sachs arranged conferences, including individuals from other parts of Goldman Sachs, do not necessarily reflect those of Global Investment Research and are not an official view of Goldman Sachs.

Any third party referenced herein, including any salespeople, traders and other professionals or members of their household, may have positions in the products mentioned that are inconsistent with the views expressed by analysts named in this report.

This research is not an offer to sell or the solicitation of an offer to buy any security in any jurisdiction where such an offer or solicitation would be illegal. It does not constitute a personal recommendation or take into account the particular investment objectives, financial situations, or needs of individual clients. Clients should consider whether any advice or recommendation in this research is suitable for their particular circumstances and, if appropriate, seek professional advice, including tax advice. The price and value of investments referred to in this research and the income from them may fluctuate. Past performance is not a guide to future performance, future returns are not guaranteed, and a loss of original capital may occur. Fluctuations in exchange rates could have adverse effects on the value or price of, or income derived from, certain investments.

Certain transactions, including those involving futures, options, and other derivatives, give rise to substantial risk and are not suitable for all investors. Investors should review current options and futures disclosure documents which are available from Goldman Sachs sales representatives or at <a href="https://www.theocc.com/about/publications/character-risks.jsp">https://www.theocc.com/about/publications/character-risks.jsp</a> and

https://www.fiadocumentation.org/fia/regulatory-disclosures\_1/fia-uniform-futures-and-options-on-futures-risk-disclosures-booklet-pdf-version-2018.

Transaction costs may be significant in option strategies calling for multiple purchase and sales of options such as spreads. Supporting documentation will be supplied upon request.

Differing Levels of Service provided by Global Investment Research: The level and types of services provided to you by the Global Investment Research division of GS may vary as compared to that provided to internal and other external clients of GS, depending on various factors including your individual preferences as to the frequency and manner of receiving communication, your risk profile and investment focus and perspective (e.g., marketwide, sector specific, long term, short term), the size and scope of your overall client relationship with GS, and legal and regulatory constraints. As an example, certain clients may request to receive notifications when research on specific securities is published, and certain clients may request that specific data underlying analysts' fundamental analysis available on our internal client websites be delivered to them electronically through data feeds or otherwise. No change to an analyst's fundamental research views (e.g., ratings, price targets, or material changes to earnings estimates for equity securities), will be communicated to any client prior to inclusion of such information in a research report broadly disseminated through electronic publication to our internal client websites or through other means, as necessary, to all clients who are entitled to receive such reports.

All research reports are disseminated and available to all clients simultaneously through electronic publication to our internal client websites. Not all research content is redistributed to our clients or available to third-party aggregators, nor is Goldman Sachs responsible for the redistribution of our research by third party aggregators. For research, models or other data related to one or more securities, markets or asset classes (including related services) that may be available to you, please contact your GS representative or go to <a href="https://research.gs.com">https://research.gs.com</a>.

Disclosure information is also available at <a href="https://www.gs.com/research/hedge.html">https://www.gs.com/research/hedge.html</a> or from Research Compliance, 200 West Street, New York, NY 10282.

#### © 2020 Goldman Sachs.

No part of this material may be (i) copied, photocopied or duplicated in any form by any means or (ii) redistributed without the prior written consent of The Goldman Sachs Group, Inc.